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**JINCHUAN 金川**

**JINCHUAN GROUP INTERNATIONAL RESOURCES CO. LTD**

**金川集團國際資源有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2362)**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 16 APRIL 2018**

The Board is pleased to announce that the ordinary resolutions proposed at the EGM held on 16 April 2018 were duly passed.

Reference is made to the circular issued by Jinchuan Group International Resources Co. Ltd (the “**Company**”) on 27 March 2018 (the “**Circular**”) and the notice of extraordinary general meeting of the Company (the “**Notice of EGM**”) relating to, among others, approving the Ratification and the re-election of Directors. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE EGM**

The board of directors (the “**Board**”) of the Company is pleased to announce that at the Company’s EGM held on 16 April 2018, the ordinary resolutions proposed were duly passed by way of poll voting.

As at the date of the EGM, there were 4,833,753,051 issued shares of the Company entitled to attend the EGM and vote for or against any of the resolutions tabled thereat. Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and as stated in the Circular, Jinchuan Group Co., Ltd. (“**Jinchuan Group**”) and its close associates, holding 2,981,205,857 Shares in aggregate, which represented approximately 61.7% of the issued share capital of the Company as at the date of the EGM, were required to abstain (and have abstained) from voting on the resolution 1 at the EGM. As such, the total number of Shares entitling the Shareholders to attend and vote on the resolution 1 proposed at the EGM was 1,852,547,194. Save as disclosed above, to the best knowledge, information and belief of the Board, no other Shareholder was required to abstain from voting at the EGM under the Listing Rules.

The poll results are as follows:

Ordinary Resolutions		Number of Votes (%) (Note (a))	
		For	Against
1	To approve, confirm and ratify the aggregate transaction amount for the year ended 31 December 2017 in an amount not exceeding USD212 million, which had exceeded the annual cap of USD165 million in respect of the Continuing Connected Transactions for the year ended 31 December 2017 under the 2016 CCT Agreement (as respectively defined in the circular dated 27 March 2018).	543,020,992 (89.36%)	64,676,117 (10.64%)
2	a) to re-elect Mr. GAO Tianpeng as an executive director and to authorize the board of directors (the “Board”) to fix his remuneration.	3,588,902,966 (100%)	0 (0%)
	b) to re-elect Mr. QIAO Fugui as an executive director and to authorize the Board to fix his remuneration.	3,585,406,849 (99.90%)	3,496,117 (0.10%)
	c) to re-elect Mr. ZHANG Youda as a non-executive director and to authorise the Board to fix his remuneration.	3,585,406,849 (99.90%)	3,496,117 (0.10%)

*Notes:*

- (a) The number and percentage of votes are based on the total number of Shares voted by the Shareholders at the EGM in person or by proxy.
- (b) As more than 50% of the votes were cast in favour of each of the above resolutions, all the ordinary resolutions were duly passed.
- (c) As no Shareholder was required to, pursuant to Rule 13.40 of the Listing Rules, abstain from voting in favour of the resolution(s) at the EGM, there were no shares entitling the holder to attend and abstain from voting in favour of the resolution(s) at the EGM under that rule.
- (d) The Company's Branch Share Registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, acted as the scrutineer for the vote-taking at the EGM.

By order of the Board  
**Jinchuan Group International Resources Co. Ltd**  
**Gao Tianpeng**  
*Executive Director*

Hong Kong, 16 April 2018

*As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Gao Tianpeng and Mr. Qiao Fugui; three non-executive Directors, namely Mr. Chen Dexin, Mr. Zhang Youda and Mr. Zeng Weibing; and three independent non-executive Directors, namely Mr. Wu Chi Keung, Mr. Yen Yuen Ho, Tony and Mr. Poon Chiu Kwok.*